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*Attorneys for Plaintiff
Sepracor Inc.*

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

SEPRACOR INC.,

Plaintiff,

v.

**TEVA PHARMACEUTICALS USA, INC.,
et al.,**

Defendants.

Civil Action No. 09-1302 (DMC)(MF)

(Filed Electronically)

**STIPULATION AND ~~PROPOSED~~ ORDER
REGARDING DISMISSAL OF TEVA
PHARMACEUTICAL INDUSTRIES, LTD.**

WHEREAS, Plaintiff Sepracor Inc. and Defendants Teva Pharmaceuticals USA, Inc. ("Teva USA") and Teva Pharmaceutical Industries, Ltd. ("Teva Israel") hereby stipulate to dismiss the Complaint as filed by Sepracor against Teva Israel in the above-captioned action;

WHEREAS, the action will continue against defendant Teva USA, as well as the other named defendants;

NOW THEREFORE, it is further stipulated that this dismissal is without prejudice and subject to the following conditions:

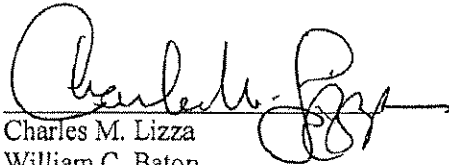
(1) Teva Israel stipulates to be bound by the Judgment and any Orders or decisions in the above captioned action regarding the infringement, validity and/or enforceability of U.S. Patent No. 6,864,257, including any Order granting preliminary or permanent injunctive relief against Teva USA.

(2) Teva Israel and Teva USA both separately stipulate that Teva Israel's documents, witnesses and information are in Teva USA's custody and control for the basis of discovery in this lawsuit.

(3) The case caption should be amended to remove the name Teva Pharmaceutical Industries, Ltd. from the list of defendants.

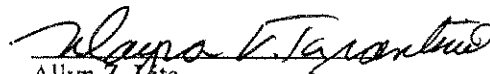
IT IS SO STIPULATED AND AGREED:

Dated: June 11, 2009



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SO ORDERED:

Dated: 6/17/09


~~Hon. Mark Falk~~
~~United States Magistrate Judge~~

Dennis M. Cavanaugh
U.S. District Judge